05-44481-rdd Doc 8046 Filed 05/24/07 Entered 05/25/07 09:07:42 Main Document Pg 1 of 68

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, et al.,

Chapter 11

Case No. 05-16436

Debtors.

RESPONSE TO THIRTEENTH OMNIBUS CLAIMS OBJECTION

Creditor, Zeller Electric of Rochester, Inc. a/k/a Zeller Electric, Inc., by and through its attorneys, Woods Oviatt Gilman LLP, for its Response to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant to 11 U.S.C. §502(b) and Fed. R. Bankr. P. 3007 ("Thirteenth Omnibus Claims Objection"), alleges as follows:

- 1. On or about October 8, 2005, Delphi Corporation and other captioned debtors (collectively referred to as "Debtors") filed a petition in bankruptcy under Chapter 11 of the Bankruptcy Code.
- 2. Prior to October 8, 2005, Zeller Electric of Rochester, Inc. a/k/a Zeller Electric, Inc. ("Zeller") sold certain goods to Delphi Automotive Systems LLC. These goods were never paid for by Debtors.
- 3. On or about July 27, 2006, Zeller filed its Proof of Claim against Delphi Automotive Systems LLC in the amount of \$33,257.86. This Proof of Claim included copies of invoices for goods sold by Zeller and shipping receipts for all goods shipped and received by the Debtor, and is annexed hereto as *Exhibit "A."*
- 4. On or about April 27, 2007, Debtors filed the Thirteenth Omnibus Claims Objection.

- 5. In the Thirteenth Omnibus Claims Objection, Debtors argue Zeller's claim should be modified to reflect a priority claim in the amount of \$4,000 and a general unsecured claim in the amount of \$29,257.86.
- 6. Debtors provide no specific reason for modifying Zeller's claim. Rather, Debtors merely state in the Thirteenth Omnibus Claims Objection that the claim is a claim subject to modification and reclamation agreement.
- 7. Debtors' have offered no proof or even any specific allegation to substantiate or support their allegation that Zeller's claim is subject to modification. The Debtors' unsubstantiated and general allegations are insufficient to provide any basis for a determination that the claim of Zeller is subject to modification as alleged by the Debtors. The Debtors have, therefore, failed to rebut the prima facie valid claim of Zeller.
- 8. Zeller has, in contrast, offered as evidence unpaid invoices to support its claim for \$33,257.86 (see attachment to Proof of Claim annexed hereto as *Exhibit "A"*). The invoices supporting the claim of Zeller remain unpaid and were all debts of Delphi Automotive Systems, LLC (the debtor in Case No. 05-44640).
- 9. On or about October 14, 2005, Zeller filed a reclamation demand against the Debtor in the amount of \$16,161.21.
- 10. Thereafter, on or about June 23, 2006, Zeller accepted a settlement proposal from the Debtor to pay a portion of the invoices included in Zeller's reclamation claim, in the amount of \$4,000. Said proposal was contained the Debtors' Amended Statement of Reclamation, dated June 23, 2006 (attached hereto as *Exhibit "B"*). The Debtors' Amended Statement of Reclamation included a schedule which specifically identified the invoices and amounts allowed as a consequence of the reclamation claim negotiations.

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11. In accordance with the terms of the settlement offer accepted by Zeller, the

Debtor agreed that the allowed amount of Zeller's reclamation claim will be deemed an

administrative expense claim in this case (subject to certain reserved defenses).

12. Pursuant to paragraph 2(c)(ii) of the Amended Final Reclamation Order dated

November 4, 2005, upon settlement, the Reclamation Claim shall be deemed an Allowed

Reclamation Claim in the settled amount.

13. As a consequence of the settlement made with the Debtor, Zeller has a separate

Allowed Reclamation Claim in the amount of \$4,000 (on account of the invoices specifically

identified in the Amended Statement of Reclamation), which claim is an administrative expense

of the Debtor and is deemed an administrative expense claim in the reconciled amount.

14. The invoices which comprise (and which are annexed to) the \$33,257.86 general

unsecured claim of Zeller represent sums due Zeller in addition to the sums which comprise

Zeller's Allowed Reclamation Claim. No part of Zeller's \$33,257.86 general unsecured claim is

included in Zeller's separate Allowed Reclamation Claim/administrative expense claim.

15. Therefore, Zeller requests that the full amount of its general unsecured claim in

the sum of \$33,257.86 be allowed and that the Debtors' Thirteenth Omnibus Claims Objection

be dismissed with respect to Zeller Electric of Rochester, Inc. a/k/a Zeller Electric, Inc.

DATED:

May 22, 2007

Rochester, New York

John K Mc Kndrew, Esq.

WØØD8 OVIATT GILMAN LLP

Attorneys for Zeller Electric of

Rochester, Inc. a/k/a Zeller Electric, Inc.

700 Crossroads Building

2 State Street

Rochester, New York 14614

585.987.2800

jmcandrew@woodsoviatt.com

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EXHIBIT A

05-44481-rdd Doc 8046

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UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK PROOF OF CLAIM

····			
NAME OF DEBTOR:	DELPHI	AUTOMOTIVE	CASE NO.: 05-44640
SYSTEMS LLC			0.000 1.000
CHAPTER 11	<u> </u>		

Check here if this claim () replaces or () amends a previously filed claim dated:

Check here if: () address differs from the address on the envelope sent by Court; () you never received any notice from the Court on this case; () you are aware of anyone else filing a proof of claim relating to your claim (attach copy of statement giving particulars)

CREDITOR INFORMATION

Name Creditor:

ZELLER ELECTRIC OF ROCHESTER, INC. aka ZELLER ELECTRIC INC.

Name and Address of Where Notices Should be Sent:

WOODS OVIATT GILMAN LLP Attn: John K. McAndrew, Esq.

700 Crossroads Building

2 State Street

Rochester, New York 14614

Received

Telephone Number:

585,987,2800

AUG 0 5 2006

CLAIM INFORMATION CLAIM INFORMATION

l. Basis for Claim: goods sold

Date Debt Incurred: 8/19/05 – 10/4/05
 If court judgment, date obtained: n/a

Classification of Claim:

Unsecured Nonpriority Claim

\$33,257.86

4. Total Amount of Claim at Time Case Filed:

\$33,257.86

5. Attached to this claim: Schedule of Unpaid Invoices with copies of invoices

CERTIFICATION

The undersigned certifies under penalty of perjury that the debtor named above is indebted to the claimant in the amount shown, that there is no security for the debt other than stated above or in an attachment to this form, that no unmatured interest is included, that all payments on this claim have been credited and deducted for the purpose of making this proof of claim and that the undersigned is authorized to make this claim.

Dated: July 27, 2006

ZELLER ELECTRIC OF ROCHESTER, INC.

aka ZELLER ELECTRICING.

By:

John M. McAndrew, as agent

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ZELLER ELECTRIC OF ROCHESTER, INC. aka ZELLER ELECTRIC INC. SCHEDULE OF UNPAID INVOICES

Invoice No.:	Purchase Order No.:	Goods Delivered:	Amount Due:
528964	RPS74398	8/19/05	\$591.01
530694	RPS47398	9/1/05	\$160,25
530701	RPS47373	9/1/05	\$250.60
530703	RPS47373	9/1/05	\$250.60
530721	RPS47492	9/1/05	\$30.95
530901	RPS47589	9/2/05	\$194.73
531183	RPS47589	9/6/05	\$22.00
531189	RPS47608	9/6/05	\$1,115.00
531197	RPS47675	9/6/05	\$115.00
531264	RPS47650	9/7/05	\$129.00
531671	RPS47675	9/9/05	\$122.00
531825	RPS46887	9/12/05	\$163.23
531831	RPS47264	9/12/05	\$522.00
531918	RPS47161	9/12/05	\$10.95
532717	RPS46954	9/16/05	\$255.00
532794	450135679	9/19/05	\$434.00
533627	450138350	9/23/05	\$147.00
533766	450140593	9/26/05	\$264.40
533783	450140701	9/26/05	\$234.00
534280	RPS47725	9/16/05	\$917.70*
534471	450138786	9/29/05	\$147.32
534554	450142240	9/30/05	\$305.37
535093	450131217	10/4/05	\$839.02
535158	450140871	10/4/05	\$2,347.50
535188	450141375	10/4/05	\$30.80
535469	RPS47433	10/6/05	\$4,206.00
536637	450142549	9/30/05	\$4,945.00
537773	450140871	10/4/05	\$ <u>14,507.43</u>

Total Due \$33,257.86

^{*}This invoice was paid <u>in part</u> as a result of the settlement of Zeller's reclamation claim with Delphi. As a result of the settlement of the reclamation claim, \$2,534.30 was paid on this invoice, leaving a balance due of \$917.70, as stated above and in the claim Total Due.

Zeller Electric of Rochester
PO Box 13436, 800 Emerson St. Rochester, NY 14613
Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zeilercorp.com

FLINT, MI 48501-1550 PO BOX 1550 ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

SHIP-TO

1000 LEXINGTON AVE. DOCK 87/88/89 1 DELPHI AUTOMOTIVE SYSTEMS

ROCHESTER, NY 14606

Invoice#: 528964

a division of Zeller Corporation

INVOICE

Taker:

DBM

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Dear Customer,

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Tracking Number: 1Z 124 602 03 4556 896 6

Service Type:

GROUND

Delivered on:

08/19/2005 9:16 A.M.

Delivered to:

INSIGHT

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, **United Parcel Service**

Tracking results provided by UPS: 07/24/2006 12:18 P.M. Eastern Time (USA)



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: 1Z 124 602 03 4671 118 3

Service Type:

GROUND

Delivered on:

09/01/2005 9:05 A.M.

Delivered to:

KOM

1000 LEXINGTON AVE ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/25/2006 7:53 A.M. Eastern Time (USA)

Main Document PO Box 13436, 800 Emerson St. Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982 Zeller Electric of Rochester

INVOICE

a division of Zeller Corporation

www.zellercorp.com SOLD-TO

DELPHI AUTOMOTIVE SYSTEMS ENERGY & ENGINE MANAGEMENT FLINT, MI 48501-1550 PO BOX 1550 R00445

ROCHESTER, NY 14606 DOCK 87/88/89 1000 LEXINGTON AVE. DELPHI AUTOMOTIVE SYSTEMS

SHIP-TO

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

Invoice Date:

08/31/05

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530701

JLH

Thank you, JENNIFER SNYDER

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KOM

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:22 P.M. Eastern Time (USA)

Zeller Electric of Rochester

PO Box 13436, 800 Emerson St, Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

FLINT, MI 48501-1550 PO BOX 1550 ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

SHIP-TO

1000 LEXINGTON AVE. DELPHI AUTOMOTIVE SYSTEMS

DOCK 87/88/89 ROCHESTER, NY 14606

Invoice#:

a division of Zeller Corporation

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Invoice Date: 08/31/05

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1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:23 P.M. Eastern Time (USA)

Zeller Electric of Rochester

PO Box 13436, 800 Emerson St. Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

ENERGY & ENGINE MANAGEMENT FLINT, MI 48501-1550 PO BOX 1550 DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

ROCHESTER, NY 14606 DOCK 87/88/89 1000 LEXINGTON AVE.

SHIP-TO

DELPHI AUTOMOTIVE SYSTEMS

Invoice#: Taker: 530721

a division of Zeller Corporation

INVOICE

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Invoice Date: Page: 08/31/05

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

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Dear Customer,

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KOM

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

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Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:23 P.M. Eastern Time (USA)

Zeller Electric of Rochester
PO Box 13436, 800 Emerson St. Rochester, NY 14613
Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

PO BOX 1550 ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

FLINT, MI 48501-1550

SHIP-TO

ROCHESTER, NY 14606 DOCK 87/88/89 1000 LEXINGTON AVE. DELPHI AUTOMOTIVE SYSTEMS

> Invoice#: 530901 DBM

a division of Zeller Corporation

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ROCHESTER, NY, US 14606

Location:

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Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

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a division of Zeller Corporation

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Thank you, DAN McDONALD

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A penalty of 1 1/2% per month will be charged on any invoices not paid within 30 days

07/24/0612:10 LDH

INVOICE

TOTAL

22.00

SUBTOTAL

22.00

Your

Account Salesperson

18:

ANDY FRANCATI



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: 1Z 124 602 03 4545 318 8

Service Type:

GROUND

Delivered on:

09/06/2005 9:05 A.M.

Delivered to:

KOM

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:24 P.M. Eastern Time (USA)

Zeller Electric of Rochester

a division of Zeller Corporation INVOICE

PO 8ox 13436, 800 Emerson St, Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

ENERGY & ENGINE MANAGEMENT FLINT, MI 48501-1550 PO BOX 1550 DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

> TEMP SHIP-TO

ATTN; TONY KANE 5500 W. HENRIETTA DELPHI AUTOMOTIVE SYSTEMS 망 .

WEST HENRIETTA, NY 14586

Invoice#: Taker: DBM 531189

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Invoice Date: 09/02/05

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Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: 1Z 124 602 03 4669 464 9

Service Type:

GROUND

Delivered on: Delivered to: 09/06/2005 9:49 A.M.

5500 W HENRIETTA RD

WEST HENRIETTA, NY, US 14586

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:24 P.M. Eastern Time (USA)

Zeller Electric of Rochester PO Box 13436, 800 Emerson St. Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

FLINT, MI 48501-1550 PO BOX 1550 ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

SHIP-TO

ROCHESTER, NY 14606 DOCK 87/88/89 1000 LEXINGTON AVE. DELPHI AUTOMOTIVE SYSTEMS

a division of Zeller Corporation

of any further service please call us at (585) 254-8840

If Zeller Rochester can be

Invoice Date:

09/02/05

Invoice#; Taker: Page:

> DBM 531197

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Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: 1Z 124 602 03 4611 028 8

Service Type:

GROUND

Delivered on:

09/06/2005 9:05 A.M.

Delivered to:

KOM

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:24 P.M. Eastern Time (USA)

4 Customer PO# Main Document ENERGY

Zeller Electric of Rochester

PO Box 13436, 800 Emerson St. Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

PO BOX 1550 FLINT, MI 48501-1550 DELPHI AUTOMOTIVE SYSTEMS R00445 & ENGINE MANAGEMENT SOLD-TO

SHIP-TO

1000 LEXINGTON AVE. DOCK 87/88/89

ROCHESTER, NY 14606

a division of Zeller Corporation INVOICE

DELPHI AUTOMOTIVE SYSTEMS

Invoice Date: Page: Taker: 09/06/05 DE M

Invoice#:

531264

call us at (585) 254-8840 of any further service please If Zeller Rochester can be

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Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: 1Z 124 602 03 4739 890 4

Service Type:

GROUND

Delivered on:

09/07/2005 9:08 A.M.

Delivered to:

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:24 P.M. Eastern Time (USA)

Filed 05/24/07 05-44481-rdd Doc 8046 Main Document RPS47675 Customer PO# Your Account Ordered FLINT, MI 48501-1550 PO BOX 1550 ENERGY DELPHI AUTOMOTIVE SYSTEMS Total R00445 PO Box 13436, 800 Emerson St, Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982 www.zellercorp.com Zeller Electric of Rochester & ENGINE MANAGEMENT Curr 20 Salesperson is: SOLD-TO SAD Ship Via Ship Š B/O 2 ANDY FRANCATI item & XCSM4102L2 121246020345643919 09/08/05 * UPS TRACKING # 121246020346110288 * UPS TRACKING # Description ** ROCHESTER, DOCK 87/88/89 1000 LEXINGTON AVE. DELPHI AUTOMOTIVE SYSTEMS ZET. erms a division of Zeller Corporation 09/02/05 ω 0 NY 14606 DAYS SHIP-TO COLLECT Freight

Vendor

Promise

122.00国 Price

122.00

Price

400950 Confirm#

Ship Date

Requested

ASAP

Extended

09/08/05

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

Invoice Date:

09/08/05

Page: Taker:

DBM

Invoice#:

531671

Thank you,

DAN McDONALD

gob

INVOOL Rev E

A penalty of 1 1/2% per month will be charged on any invoices not paid within 30 days

07/24/0612:10 LDH

INVOICE

TOTAL

122.00

SUBTOTAL

122.00



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: 1Z 124 602 03 4564 391 9

Service Type:

GROUND

Delivered on: Delivered to:

09/09/2005 9:13 A.M. 1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely. United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:25 P.M. Eastern Time (USA)

Zeller Electric of Rochester

PO Box 13436, 800 Emerson St, Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

FLINT, MI 48501-1550 PO BOX 1550 ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

SHIP-TO

1 DELPHI AUTOMOTIVE SYSTEMS

1000 LEXINGTON AVE. DOCK 87/88/89 ROCHESTER, NY 14606

a division of Zeller Corporation

Invoice#: Taker: Page:

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531825

If Zeller Rochester can be Invoice Date: 09/09/05

of any further service please call us at (585) 254-8840

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<u> </u>		SQD		CI
INVOICE		Promise		397388
CE TOTAL	SUBTOTAL	163.23E		Ship. Date 09/09/05
163.23	163.23	163.23	Extended	Requested ASAP



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: 1Z 124 602 03 4681 459 0

Service Type:

GROUND

Delivered on: Delivered to: 09/12/2005 9:17 A.M.

1000 LEXINGTON AVE ROCHESTER, NY, US 14606

Signed by: JERRY

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:25 P.M. Eastern Time (USA)

Zeller Electric of Rochester
PO Box 13436, 800 Emerson St. Rochester, NY 14613
Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

a division of Zeller Corporation INVOICE

www.zellercorp.com

FLINT, MI 48501-1550 PO BOX 1550 ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

SHIP-TO

DOCK 87/88/89 1000 LEXINGTON AVE. ROCHESTER, NY 14606

DELPHI AUTOMOTIVE SYSTEMS

Invoice#: Taker: Page: 531831

DBM

Invoice Date: 09/09/05

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

DAN	Thank
MCDONALD	you,

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	Promise Promise



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: 1Z 124 602 03 4702 764 4

Service Type:

GROUND

Delivered on:

09/12/2005 9:17 A.M.

Delivered to:

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:25 P.M. Eastern Time (USA)

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	salesperson er month will be		Ship	UPS Otv	Ship Via		445 AUTOMOTIVE & ENGINE MA	SOLD-TO	Zeller Electric of PO Box 13436, 800 Emerson S Ph: (585) 254-8840 (800) 299 www.zellercorp.com
0.00	rson is:		B/O	70 0		1550	'E SYSTEMS MANAGEMENT		ic of R Emerson St. F (800) 295-84 .com
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a division of Zeller Corporation INVOICE



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: 1Z 124 602 03 4711 685 1

Service Type:

GROUND

Delivered on:

09/12/2005 9:17 A.M.

Delivered to:

1000 LEXINGTON AVE ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 07/24/2006 12:25 P.M. Eastern Time (USA)

\$ \frac{\pi}{2} Zeller Electric of Rochester
PO Box 13436, 800 Emerson St. Rochester, NY 14613
Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982 www.zellercorp.com

ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

PO BOX 1550

FLINT, MI 48501-1550

1000 LEXINGTON AVE. SHIP-TO

a division of Zeller Corporation

INVOICE

DOCK 87/88/89 ROCHESTER, NY 14606 DELPHI AUTOMOTIVE SYSTEMS

> Invoice#:
> Taker:
> Page:
> Invoice Date: 532717 JLH 09/15/05

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

Thank you,
JENNIFER SNYDER

. 0	5-44481-rdd	Doc 8046	Filed 05/24/07 Pa	Entered 05/ 35 of 68	25/07	09:07:
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255.00	255.00	- - ,		255.00	Extended Price	Requested 5 ASAP



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number:

1Z 124 602 03 4500 728 6

Service Type:

Reference Number(s): RPS46954, RPS46954 GROUND

Package Weight: Shipped or Billed on: Sep 15, 2005

1.10 Lbs

Delivered on:

Sep 16, 2005 9:24 A.M.

Delivered to:

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Signed by:

JERRY

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely,

United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:36 P.M. Eastern Time (USA)

Main Document

FLINT, MI 48501-1550

23 23 23

Zeller Electric of Rochester
PO Box 13436, 800 Emerson St, Rochester, NY 14613
Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

PO BOX 1550 ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

ROCHESTER, NY 14606

SHIP-TO

DOCK 87/88/89 DELPHI AUTOMOTIVE SYSTEMS

Invoice#: Taker: Page: Invoice Date:

a division of Zeller Corporation INVOICE

DBM 532794

09/16/05

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call us at (585)	•
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at (585) 254-8840	of any further coming also
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DAN	Thank
McDONALD	you,

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a on any madres no	Your Account Salesperson is: ANDY FRANCATI A penalty of 1 1/2% per month will be charged on any invoices act and within 20 June 1981					*** * UPS TRACKING # * 1Z1246020346636041	EZ-8M	EZ-12M	Item & Description		Job Number
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UPS Package Tracking Page 1 of 1



DELIVERY NOTIFICATION

Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): 450135679, 450135679

12 124 602 03 4663 604 1 GROUND

Service Type: Package Weight: Shipped or Billed on:

1.20 Lbs Sep 16, 2005

Delivered on:

Sep 19, 2005 9:12 A.M.

Delivered to:

KOM

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:37 P.M. Eastern Time (USA)

DBM

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09/22/05

Heguested

ASAP

Extended

147.00 Price

10/13/053:31 LDH

147.00

147.00



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): 450138350, 450138350

1Z 124 602 03 4605 809 6

Service Type: Package Weight: Shipped or Billed on: GROUND 1.30 Lbs

Delivered on: Delivered to:

Sep 22, 2005 Sep 23, 2005 9:23 A.M. 1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:38 P.M. Eastern Time (USA)



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): 450140593, 450140593

12 124 602 03 4636 228 4

Service Type: Package Weight:

GROUND 1.70 Lbs

Shipped or Billed on: Sep 23, 2005 Delivered on:

Sep 26, 2005 9:08 A.M.

Delivered to:

1000 LEXINGTON AVE ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:42 P.M. Eastern Time (USA)

Price



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): 450140701, 450140701

1Z 124 602 03 4755 938 3

Service Type: Package Weight: **GROUND**

Shipped or Billed on: Sep 23, 2005

3.00 Lbs

Delivered on: Delivered to:

Sep 26, 2005 9:08 A.M. 1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:42 P.M. Eastern Time (U\$A)

10/13/053:31 LDH

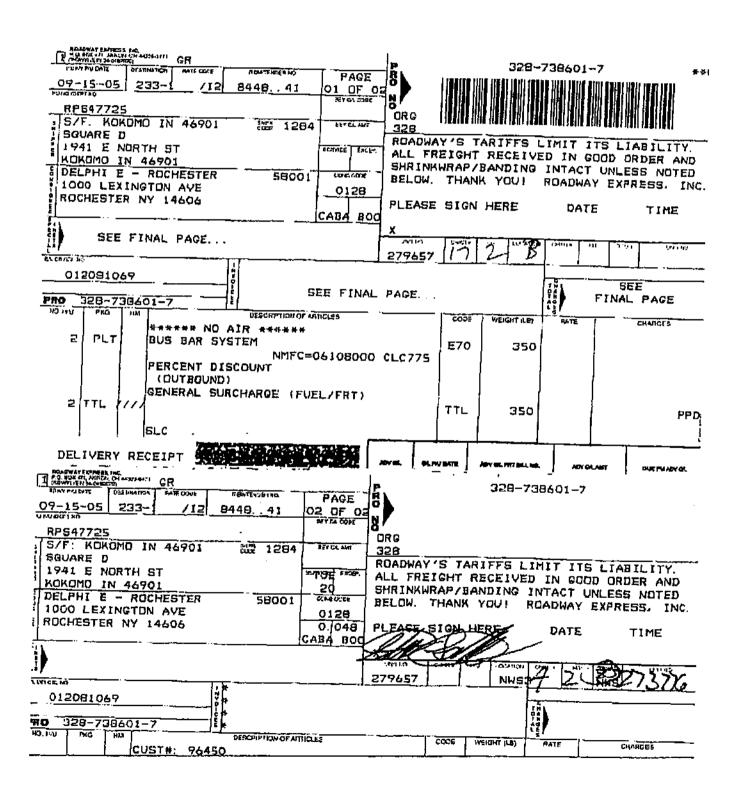
INVOICE

TOTAL

3452.00

Page 1 of 1





10/13/053:31 LDH

147.32

UPS Package Tracking

Page 1 of 1

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DELIVERY NOTIFICATION

Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): 450138786, 450138786

1Z 124 602 03 4666 184 4

Service Type: Package Weight:

GROUND 2.20 Lbs

Shipped or Billed on:

Sep 28, 2005

Delivered on: Delivered to:

Sep 29, 2005 9:24 A.M. 1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:45 P.M. Eastern Time



Zeller Electric of Rochester

PO Box 13436, 800 Emerson St. Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zeilercorp.com OT-CHOS

FLINT, ENERGY & ENGINE MANAGEMENT PO BOX 1550 DELPHI AUTOMOTIVE SYSTEMS R00445 MI 48501-1550

Customer PO#

SHIP-TO

a division of Zeller Corporation

534554

INVOICE

1000 LEXINGTON AVE. DELPHI AUTOMOTIVE SYSTEMS

DOCK 87/88/89 ROCHESTER, NY 14606

> Invoice Date: Invoice#: Taker: Page: 09/29/05 DBM

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

Thank you,
DAN McDONALD

•		.05-4448	1-rdd	Doc 8046	Filed 05/24/07 Pg 4	Entered 0! 9 of 68	5/25/	07 09:0
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_ -	IOVI						Promise	Confirm# 404114
	INVOICE TOTAL	SUBTOTAL				ພັ	Price um	Ship Date 09/29/05
	305.37	305.37				305.37	Extended	Requested 5 ASAP



Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): 450142240, 450142240

1Z 124 602 03 4776 957 6

Service Type: Package Weight:

GROUND 4.90 Lbs

Shipped or Billed on:

Sep 29, 2005

Delivered on: Delivered to:

Sep 30, 2005 9:20 A.M. 1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:46 P.M. Eastern Time (USA)

FLINT, MI 48501-1550

Zeller Electric of Rochester PO Box 13436, 800 Emerson St, Rochester, NY 14613 Ph. (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

ENERGY & ENGINE MANAGEMENT PO BOX 1550 DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

Customer PO#

SHIP-TO

ROCHESTER, NY 14606 1000 LEXINGTON AVE. DOCK 87/88/89

DELPHI AUTOMOTIVE SYSTEMS

a division of Zeller Corporation

INVOICE

of any further service please call us at (585) 254-8840

If Zeller Rochester can be

Invoice Date:

10/03/05

Invoice#: Taker: Page:

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Dear Customer.

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): 450141375, 450131217

1Z 124 602 03 4558 442 0

Service Type: Package Weight: Shipped or Billed on:

GROUND 7.60 Lbs Oct 3, 2005

Delivered on: Delivered to:

Oct 4, 2005 9:15 A.M. 1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Signed by:

GERRY

Signed by:

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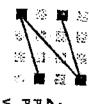
Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:50 P.M. Eastern Time (USA)



Zeller Electric of Rochester

PG Box 13436, 800 Emerson St, Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zeilercorp.com

DELPHI AUTOMOTIVE SYSTEMS R00445 01-UJ0S

PO BOX 1550 FLINT, MI 48501-1550 ENERGY & ENGINE MANAGEMENT

450140871

Customer PO#

a division of Zeller Corporation

invoice#:

MEG 535158

10/03/05

INVOICE

DOCK 87/88/89 1000 LEXINGTON AVE. DELPHI AUTOMOTIVE SYSTEMS

SHIP-TO

ROCHESTER, NY 14606

Terms

Invoice Date: Page: Taker:

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

Thank you,
DAN McDONALD

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Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): 450141375, 450140871

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Service Type: Package Weight:

GROUND 2.20 Lbs

Shipped or Billed on: Oct 3, 2005 Delivered on:

Oct 4, 2005 9:15 A.M.

Delivered to: 1000 LEXINGTON AVE ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:51 P.M. Eastern Time (USA)

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10/13/053:32 LDH

INVOICE

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SUBTOTAL

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Zeller Electric of Rochester

a division of Zeller Corporation

PO Box 13436, 800 Emerson St. Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

SOLD-TO

MI 48501-1550

UPS Ship Via

Job Number

NET Terms

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DAYS

COLLECT Freight

404438 Confirm#

Ship Date 10/03/05

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& ENGINE MANAGEMENT

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Invoice Date:

10/03/05

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Invoice#:

DOCK 87/88/89 ROCHESTER, NY 14606 1000 LEXINGTON AVE. DELPHI AUTOMOTIVE SYSTEMS SHIP-TO

Thank you, DAN MCDONALD

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UPS Package Tracking

Page 1 of 1



DELIVERY NOTIFICATION

Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

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Service Type: Package Weight: GROUND .20 Lb

Shipped or Billed on: Delivered on:

Oct 3, 2005 Oct 4, 2005 9:15 A.M. 1000 LEXINGTON AVE

Delivered to:

ROCHESTER, NY, US 14606

Signed by:

GERRY

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DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:52 P.M. Eastern Time (USA)

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Zeller Electric of Rochester
PO Box 13436, 800 Emerson St. Rochester, NY 14613
Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zeilercorp.com

ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

FLINT, MI 48501-1550

PO BOX 1550

SHIP TO

DOCK 87/88/89 1000 LEXINGTON AVE. ROCHESTER, NY 14606

a division of Zeller Corporation

INVOICE

DELPHI AUTOMOTIVE SYSTEMS

Invoice#: Taker: Page: Invoice Date: 10/05/05 535469 DBM

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

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UPS Package Tracking

Page I of I



DELIVERY NOTIFICATION

Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): RPS47433, RPS47433

1Z 124 602 03 4740 117 7

Service Type:

GROUND

Package Weight:

51.00 Lbs Oct 5, 2005

Shipped or Billed on: Delivered on:

Oct 6, 2005 9:19 A.M.

Delivered to:

1000 LEXINGTON AVE

ROCHESTER, NY, US 14606

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: Oct 13, 2005 3:52 P.M. Eastern Time (USA)

Main Documer

PO Box 13436, 800 Emerson St, Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982 Zeller Electric of Rochester

a division of Zeller Corporation

www.zellercorp.com

PO BOX 1550 FLINT, MI 48501-1550 ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

1000 LEXINGTON AVE. DOCK 87/88/89 ROCHESTER, NY 14606 DELPHI AUTOMOTIVE SYSTEMS SHIP-TO

INVOICE

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

Page: Invoice Date:

10/13/05

Invoice#: Taker:

DBM 536637

Thank you,
DAN McDONALD

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Main Document

Zeller Electric of Rochester

NVOICE

a division of Zeller Corporation

PO Box 13436, 800 Emerson St, Rochester, NY 14613 Ph: (585) 254-8840 (800) 295-8696 Fax (585) 254-0982

www.zellercorp.com

FLINT, MI 48501-1550 PO BOX 1550 ENERGY & ENGINE MANAGEMENT DELPHI AUTOMOTIVE SYSTEMS R00445 SOLD-TO

DOCK 87/88/89 DELPHI AUTOMOTIVE SYSTEMS ROCHESTER, NY 14606 1000 LEXINGTON AVE.

SHIP-TO

Invoice# 537773

Taker: Page: DBM

Invoice Date: 10/20/05

of any further service please call us at (585) 254-8840 If Zeller Rochester can be

Thank you,
DAN McDONALD

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Dear Customer,

This is in response to your request for delivery information concerning the shipment listed below.

Tracking Number: Reference Number(s): 450141375, 450140871

12 124 602 03 4658 621 1

Service Type: Package Weight: GROUND 2.20 l,bs

Shipped or Billed on: Delivered on:

10/03/2005 10/04/2005 9:15 A.M.

1000 LEXINGTON AVE ROCHESTER, NY, US 14606

Signed by:

Delivered to:

GERRY

Location:

DOCK

Thank you for giving us this opportunity to serve you.

Sincerely, United Parcel Service

Tracking results provided by UPS: 01/04/2006 8:28 A.M. Eastern Time (USA)

EXHIBIT B

DELPHI

June 23, 2006

Matthew Taylor Zeller Electric Of Rochester Zeller Corporation 800 Emerson Street Rochester, NY 14613-1804

Re: Delphi Corporation, Case No. 05-44481 (RDD)

Dear Matthew Taylor:

On November 4, 2005, the United States Bankruptcy Court for the Southern District of New York, entered an amended final order establishing certain procedures for the resolution of reclamation claims (the "Amended Final Order") and on January 5, 2006, the Bankruptcy Court entered an order extending the deadline to send statements of reclamation to all reclamation claimants (the "Extension Order" and together with the Amended Final Order, collectively the "Order") in the chapter 11 reorganization proceedings of Delphi Corporation and certain of its subsidiaries and affiliates (collectively, "Delphi" or the "Debtors").

The Order requires the Debtors to tender a "Statement of Reclamation" in response to each Reclamation Demand that the Debtors have received. On February 21, 2006, the Debtors' sent their Statement of Reclamation with respect to the Reclamation Demand(s) submitted by Zeller Electric Of Rochester (the "Demand"). We have identified your Demand as Reclamation Claim No. 515. This letter, together with the enclosures, constitute the Debtors' Amended Statement of Reclamation with respect to Claim No. 515 and supersedes the Statement of Reclamation sent on February 21, 2006.

The Debtors have reviewed the Demand, reconciled the Demand with their books and records, and after sending the Statement of Reclamation to you on February 21, 2006, have discussed a modification to the reconciliation with you. Based upon this review and reconciliation, the Debtors have summarized, in the enclosed reclamation analysis, certain invoice, shipment, and related detail concerning the Demand. In accordance with paragraph 2, section (b)(ii) of the Order, the analysis sets forth the extent and basis upon which the Debtors believe that the Demand may or may not be legally valid (subject to assertion of certain defenses as indicated below, which if asserted, could result in the reduction or disallowance of the reclamation claim) (the "Reconciled Reclamation Claim") by indicating whether the Demand was received within the periods allowed by law: whether goods subject to the Demand have been paid for; and whether there are other deductions or disputes asserted by the Debtors.

Reconciled Amount \$4,000.00

Based on the foregoing, the Debtors have identified in the attached analysis a potential reclamation claim amount that the Debtors propose as valid, subject to assertion of the reserved defenses fisted below. Specifically, the Debtors assert that the valid amount of the Reconciled Reclamation Claim is no greater than \$4,000.00 but subject to reduction or disallowance by the defenses listed below (the "Reconciled Amount"). If altimately allowed following the resolution of the defenses set forth below, the allowed amount of your reclamation claim will be deemed an administrative expense claim in these chapter 11 cases. Moreover, your claim, evenafter allowance, if ever, may be reduced by any payments or credits you receive from the Debtors on account of the goods that are the subject of the Demand.\frac{1}{2}

This proposal, including all material enclosed herewith, is being sent to you in the context of settlement discussions and therefore is not admissible in any court proceeding regarding the Demand. In addition, in accordance with paragraph 2, section (b)(ii) of the Order, the Debtors reserve their right to seek, at any time and notwithstanding your agreement to the Reconciled Amount, a judicial determination that the following reserved defenses to the Demand are valid (the "Reserved Defenses"), and your acknowledgment of the Reconciled Amount constitutes your agreement that the Reconciled Amount may be reduced or disallowed in accordance with any judicial determination concerning these Reserved Defenses:

- (i) The Debtors do not concede that they were insolvent on the date they received the goods or, even assuming the Debtors were insolvent, you knew of the Debtors' financial condition before the Debtors received the goods.
- (ii) The goods and/or the proceeds from the safe of the goods are or were subject to a valid security interest.
- (iii) You are not a proper party to make the Demand.
- (iv) The Debtors have already paid for or returned some or all of the goods, or intend to satisfy all or a portion of the Demand in cash or by returning goods.
- (v) You, or any of your subsidiaries or affiliates, have waived your right to any reclamation claim or waived your right to assert the Demand.

The Debtors reserve all their rights and remedies, in law and in equity, to collect or pursue all prepetition credits outstanding, including, without limitation, to set off such amounts against the allowed amount, if any, of your reclamation claim.

Reconciled Amount \$4,000.00

(vi) You, or any of your subsidiaries or affiliates, have been paid on account of your reclamation claim pursuant to an unrelated order of the Bankruptey Court and/or you have otherwise waived your right to any reclamation claim in connection therewith.

The Debtors may seek a determination of any of the foregoing Reserved Defenses at any time. Moreover, the Official Committee of Unsecured Creditors (the "Creditors Committee") reserves its right to raise any of the Reserved Defenses prior to the final allowance of your reclamation claim. If the Debtors seek such a judicial determination or the Creditors' Committee raises a Reserved Defense, you will be entitled to raise any rights asserted in the Demand in connection with the determination.

If you agree with the Reconciled Amount and the other terms of this Amended Statement of Reclamation, please sign this Statement where indicated and return it to the persons identified immediately below. Your response, including the timing of your response, is governed by the terms of the Order. If you disagree with this Amended Statement of Reclamation, you must sign this Statement where indicated and return it to the persons identified immediately below and you must also provide the information required by paragraph 2, section (b)(iv) of the Order by the Reconciliation Deadline. You must send a signed Statement of Reclamation to the following:

Christina Cattell Re: Delphi Reclamations Maif Code # 483-400-216 5725 Delphi Drive Troy, MI 48098 Fax: 248-813-2499

- with copies to -

Joseph N. Wharton Re: Delphi Reclamations Skadden, Arps, Slate, Meagher & Flom LLP 333 West Wacker Drive, Suite 2100 Chicago, II. 60606

Fax: 312-407-0411

In accordance with the Order, your failure to return a signed copy of this Amended Statement of Reclamation or your failure to indicate assent or dissent on a copy of this Statement may be deemed an acceptance of the proposal set forth in this Statement.

Nothing in this proposal is intended, nor shall be construed, as a waiver of any of the Debtors' rights with respect to any reclamation claim or demand. In addition, nothing herein shall preclude or otherwise prejudice any of the Debtors' rights to contest or raise any defense or counterclaim in law or in equity, to any reclamation claim or other

Reconciled Amount \$4,000.00

demand for reclamation. Moreover, nothing herein shall waive, impair or affect the rights and defenses, if any, of any parties in interest with regard to your Reclamation Claim.

If you have any questions, please send them via email to reclamations@delphi.com or call 248-813-2581.

Very truly yours,

/s/ Christina J. Cattell

Enclosures cc: John D. Sheehan

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		Reconciled Amount \$4,000.00
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Electri	In accordance with paragic Of Rochester agrees to the term	raph 2, section (b)(iii) of the Order, Zeller s of this Amended Statement of Reclamation.
Zeller By:	Electric Of Rochester	Dated: <u>6/23/06</u>
	MATTHEW THYLIA (print or type name)	
	(antitolled the fitter)	
	DISA	AGREEMENT
	e Of Rochester disputes the terms	raph 2, section (b)(iv) of the Order, Zeller of this Amended Statement of Reclamation and agraph 2, section (b)(iv) of the Order.
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